UNITED STATES DISTRICT COURT DISTRICT OF MINNESOTA

Felicia Burch, Scott Bloom, Matthew Burch, Jeffrey Ehlenz, Carol Gabriele, Nicole Graham, Jeffrey Kosek, Karen Zeeb, David Howard, Colleen Kist, Ronald Schneberger and Gena Margason, on behalf of themselves and other individuals similarly situated,

No. 06-CV-3523-MJD/AJB

Plaintiffs,

v.

Qwest Corporation,

Defendant.

Darcy Jones and Paul Larsen, individually and on behalf of all others similarly situated, No. 07-CV-2979-MJD/AJB

Plaintiffs,

v.

Qwest Communications International Inc., a Delaware corporation, Qwest Communications Corporation, a Colorado corporation, and Qwest Corporation, a Delaware corporation,

Defendants.

JOINT MOTION FOR FINAL APPROVAL OF THE SETTLEMENT

PLEASE TAKE NOTICE THAT the above-named parties, by that through their attorneys, respectfully move this Court for an Order for Final Approval of the Settlement.

The Parties' Joint Motion is based upon this Motion, the Memorandum of Law in Support of Joint Motion for Final Approval of Settlement, the pleadings and other files herein, and such other written or oral arguments as may be presented to the Court.

Dated: August 31, 2012

s/Reena I. Desai

James H. Kaster (#53946) Matthew H. Morgan (#304657) Reena I. Desai (#0388311) NICHOLS KASTER, PLLP 4600 IDS Center 80 South Eighth Street Minneapolis, Minnesota 55402

Telephone: 612-256-3200 Facsimile: 612-338-4878

ATTORNEYS FOR PLAINTIFFS AND THE CLASSES

s/Jill L. Ripke

Daniel C. Barr (pro hac vice)
M. Bridget Minder (pro hac vice)
Jill L. Ripke (pro hac vice)
PERKINS COIE LLP
2901 North Central Avenue
Post Office Box 400
Phoenix, Arizona 85001-0400
(602) 351-8000

-- and --

Melissa Raphan (#0182795) Ryan Mick (#0311960) DORSEY & WHITNEY LLP 50 South Sixth Street, Suite 1500 Minneapolis, Minnesota 55402-1498 (612) 340-2600 ATTORNEYS FOR DEFENDANTS QWEST CORPORATION, QWEST COMMUNICATIONS INTERNATIONAL INC., AND QWEST COMMUNICATIONS CORPORATION